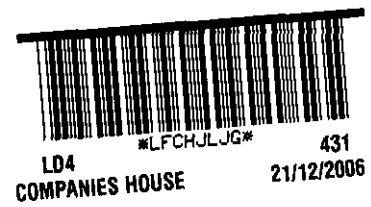


# BROADWAY UK LIMITED

Report and Financial Statements

31 December 2005

Registered No. 4847194



# Broadway UK Limited

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## COMPANY INFORMATION

### **DIRECTORS**

S Douglas  
D I Lane

### **SECRETARY**

S Emeny

### **AUDITORS**

Ernst & Young LLP  
1 More London Place  
London  
SE1 2AF

### **REGISTERED OFFICE**

35-36 Grosvenor Street  
London  
W1K 4QX

# Broadway UK Limited

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## DIRECTORS' REPORT

The directors present their report and financial statements for the period ended 31 December 2005.

## PRINCIPAL ACTIVITY AND REVIEW OF BUSINESS

The principal activity of the company is that of a holding company. The company did not trade during 2005  
On 3 September 2004 Broadway UK Limited purchased 50.1% of the ordinary share capital in the joint venture Networks Presentations International Limited.

## RESULTS AND DIVIDENDS

The profit for the year ended 31 December 2005 was £nil (2004 - loss of £6,016).

The directors do not recommend that a dividend be declared.

## DIRECTORS AND THEIR INTERESTS

The directors who served during the period ended 31 December 2005, and changes since, are as follows:

S Douglas

P Glydon (resigned 23 February 2005)

M Wilkin (resigned 30 September 2005)

D I Lane (appointed 2 November 2004)

No director had any interest in the share capital of the company at any time during the period or at 31 December 2005.

## DIRECTORS' LIABILITY

The company has indemnified one or more of the directors of the company against liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 1985. Such qualifying third party indemnity provisions were in force during the year and are in force as at the date of approving the director's report.

## AUDITORS

A resolution to reappoint Ernst & Young LLP as auditors will be put to the members at the Annual General Meeting.

On behalf of the Board



S Douglas

Date 7/12/06

# Broadway UK Limited

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## STATEMENT OF DIRECTORS RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable United Kingdom law and United Kingdom Generally Accepted Accounting Practice.

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

# Broadway UK Limited

## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF BROADWAY UK LIMITED

We have audited the company's financial statements for the year ended 31 December 2005 which comprise the Profit and Loss Account, Statement of Total Recognised Gains and Losses, Balance Sheet and the related notes 1 to 10. These financial statements have been prepared on the basis of the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

### Respective responsibilities of directors and auditors

The directors are responsible for the preparation of the financial statements in accordance with applicable United Kingdom law and Accounting Standards (United Kingdom Generally Accepted Accounting Practice) as set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view, are properly prepared in accordance with the Companies Act 1985 and that the information given in the Directors' Report is consistent with the financial statements.

We also report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

### Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgments made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

### Opinion

In our opinion:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 December 2005 and of its result for the year then ended;
- the financial statements have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the directors' report is consistent with the financial statements.

*E. A. A. Yong UP*

Ernst & Young LLP  
Registered Auditor  
London

Date: *18th December 2006*

# Broadway UK Limited

## PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2005

	Notes	2005 £	2004 £
Administration expenses		-	(15)
<b>OPERATING LOSS ON ORDINARY ACTIVITIES</b>		-	(15)
Impairment of investment		-	(6,001)
<b>OPERATING LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION</b>	2	-	(6,016)
Tax on loss on ordinary activities	4	-	-
<b>LOSS ON ORDINARY ACTIVITIES AFTER TAXATION</b>		-	(6,016)

## STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES FOR THE YEAR ENDED 31 DECEMBER 2005

There are no recognised gains or losses or movements in shareholders' funds for the current financial year and preceding financial year other than as stated in the profit and loss account.

# Broadway UK Limited

## COMPANY BALANCE SHEET AS AT 31 DECEMBER 2005

	Notes	2005 £	2004 £
<b>FIXED ASSETS</b>			
Investments	5	-	-
<b>CREDITORS: amounts falling due within one year</b>	6	(5,016)	(5,016)
<b>NET CURRENT (LIABILITIES)</b>		(5,016)	(5,016)
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		(5,016)	(5,016)
<b>CAPITAL AND RESERVES</b>			
Called up share capital	7,8	1,000	1,000
Profit and loss account	8	(6,016)	(6,016)
<b>TOTAL EQUITY SHAREHOLDERS' FUNDS</b>	8	(5,016)	(5,016)

On behalf of the Board on 7/12/06



S Douglas

# Broadway UK Limited

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## NOTES TO THE FINANCIAL STATEMENTS AS AT 31 DECEMBER 2005

### 1 ACCOUNTING POLICIES

#### **Basis of preparation**

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost convention.

#### **Going concern**

The directors have prepared the financial statements on a going concern basis because the intercompanies have agreed that they will not recall their intercompany creditor within twelve months of the date of signing.

#### **Investments**

Investments are shown at the lower of cost and net realisable value and are reviewed for impairment.

#### **Statement of cash flows**

The directors have taken advantage of the small company exemption available under FRS 1 (revised), and have not reported a statement of cash flows. A consolidated cash flow statement is available in the financial statement of the ultimate parent undertaking

#### **Deferred taxation**

In accordance with FRS 19 (*Deferred Tax*), full provision is made for deferred tax arising from timing differences between the differing treatment of certain items for taxation and accounting purposes. The provision is calculated at the rates of taxation at which it is estimated the liability will arise and is not discounted.

No provision is made in respect of timing differences arising from the sale or revaluation of fixed assets unless there is a commitment to the disposal of the assets at the balance sheet date. No provision is made for the tax which would become payable on the distribution of retained profits by foreign subsidiaries, associates or joint ventures, unless there is an intention to distribute such retained earnings giving rise to a charge.

Provision on timing differences arising when an asset is continuously revalued to fair value is only made where changes in fair value are recognised in the profit and loss account. Deferred tax assets are recognised only to the extent that the directors consider there to be suitable taxable profits from which the underlying timing differences can be deducted.

### 2 OPERATING LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION

The audit fee for 2005 and 2004 for the company was borne by another group company - Live Nation (Venues) UK Limited.

### 3 STAFF COSTS

Directors' emoluments have been borne by various other companies within the Group. The directors are also directors or officers of a number of companies within the Live Nation Inc Group. The directors services to the company do not occupy a significant amount of their time. As such the directors do not consider that they have received any remuneration for their incidental services to the company for the years ended 31 December 2005 and 31 December 2004. The company had no employees for the years ended 31st December 2005 and 31 December 2004.



# Broadway UK Limited

## NOTES TO THE FINANCIAL STATEMENTS AS AT 31 DECEMBER 2005

### 4 TAX ON PROFIT ON ORDINARY ACTIVITIES

	2005 £	2004 £
Current Tax:		
UK corporation tax on profits for the year	-	-
Adjustments in respect of previous years	-	-
	<u>-</u>	<u>-</u>
Total current tax	<u>-</u>	<u>-</u>
	<u>-</u>	<u>-</u>
Total tax charge	<u>-</u>	<u>-</u>

#### b) Factors affecting the current tax charge for the year

The difference between the total current tax charge shown above and the amount calculated by applying the standard rate of UK corporation tax of 30% to the profit / (loss) before tax is as follows:

	2005 £	2004 £
Profit / (loss) on ordinary activities before tax:	-	(6,016)
	<u>-</u>	<u>(6,016)</u>
Profit / (loss) on ordinary activities multiplied by the standard rate of corporation tax in the UK of 30%	-	(1,805)
	<u>-</u>	<u>(1,805)</u>
Effects of:		
Compensating adjustment deductible for tax purposes	(150)	1,800
Group relief surrendered	150	5
	<u>-</u>	<u>-</u>
Current tax charge for the year	<u>-</u>	<u>-</u>

# Broadway UK Limited

## NOTES TO THE FINANCIAL STATEMENTS AS AT 31 DECEMBER 2005

### 5 INVESTMENTS

Investment in Networks  
Presentations International  
Limited  
£  
6,001

Cost at 1 January 2005 and 31 December 2005

Amounts provided at 1 January 2005 and 31 December 2005

(6,001)

Net book value at 1 January 2005 and 31 December 2005

-

On 3 September 2004 Broadway UK Limited purchased 50.1% of the ordinary share capital in the joint venture Networks Presentations International Limited. This investment was fully impaired during 2004.

The results and position of the joint venture company were:

Networks Presentations  
International Limited  
2005 2004  
Restated

(Loss) / profit on ordinary activities before taxation  
Taxation

£ £  
(15,380) 189,089  
- -

(Loss) / profit on ordinary activities after taxation

(15,380) 189,089

Share capital  
Reserves

2005 2004  
£ £  
1,000 1,000  
(18,457) (3,077)  
(17,457) (2,077)

### 6 CREDITORS

Amounts owed to group companies

2005 2004  
£ £  
5,016 5,016

# Broadway UK Limited

## NOTES TO THE FINANCIAL STATEMENTS AS AT 31 DECEMBER 2005

### 7 SHARE CAPITAL

	2005 £	2004 £
<i>Allotted, called up and fully paid</i>		
1,000 ordinary shares of £1 each	1,000	1,000
	<u>1,000</u>	<u>1,000</u>
Equity ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>

### 8 RESERVES

	Share capital £	Profit and loss account £	Total shareholders' funds £
At 1 January 2005	1,000	(6,016)	(5,016)
Profit for the year	-	-	-
	<u>1,000</u>	<u>(6,016)</u>	<u>(5,016)</u>
At 31 December 2005	<u>1,000</u>	<u>(6,016)</u>	<u>(5,016)</u>

### 9 RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemptions conferred by FRS 8 (Related Party Disclosures) allowing it not to disclose details of transaction with other group undertakings.

### 10 ULTIMATE PARENT UNDERTAKING

The company's immediate parent undertaking is Live Nation (Theatrical) UK Limited, a company incorporated in the United Kingdom. The smallest group of companies for which group financial statements are prepared is Live Nation UK Holdings Limited.

The company's ultimate parent undertaking and controlling party is Live Nation Inc., a company incorporated in the United States of America. This is the largest group of companies for which group financial statements are prepared.

Copies of the consolidated financial statements of Live Nation UK Holdings Limited are available from 35-36 Grosvenor Street, London, W1K 4QX. Copies of the consolidated financial statements of Live Nation Inc. are available from 9348 Civic Center Drive, Beverly Hills, California, 90210, United States of America.